

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

BRADLEY YU,	:	
	:	
Plaintiff,	:	
	:	
v.	:	Case No: 1:19-CV-00100-PAE
	:	
GREENSKY, INC., <i>et al.</i> ,	:	
	:	
Defendants.	:	
	:	

**STIPULATION AND [PROPOSED] ORDER**

Plaintiff Bradley Yu and Defendants GreenSky, Inc., David Zalik, Robert Partlow, Joel Babbit, Gerald Benjamin, John Flynn, Gregg Freishtat, Nigel Morris, and Robert Sheft (the “GreenSky Defendants”), as well as Goldman Sachs & Co. LLC, J.P. Morgan Securities LLC, Morgan Stanley & Co. LLC, SunTrust Robinson Humphrey, Inc., Merrill Lynch, Pierce, Fenner & Smith Inc., Citigroup Global Markets Inc., Credit Suisse Securities (USA) LLC, Raymond James & Associates, Inc., Guggenheim Securities, LLC, Sandler O'Neill & Partners, L.P., and Fifth Third Securities, Inc. (the “Underwriter Defendants”), hereby stipulate and agree as follows:

WHEREAS Plaintiff Bradley Yu filed the initial complaint in the above-captioned action on January 4, 2019;

WHEREAS counsel for the GreenSky Defendants and Underwriter Defendants agree to accept service on behalf of their clients;

WHEREAS the statutory procedure for appointment of lead plaintiff and lead counsel set forth in the Private Securities Litigation Reform Act of 1995, codified at 15 U.S.C. §§ 77z-1 and 78u-4 (“PSLRA”), applies to this case;

WHEREAS the PSLRA requires that any class member who seeks appointment as lead plaintiff and of lead counsel file a motion requesting appointment by January 28, 2019;

WHEREAS, on or before January 28, 2019, various putative class members moved for consolidation and to be appointed as lead plaintiff, and their counsel as lead counsel, in this action;

WHEREAS, following the Court's appointment of lead plaintiff and lead counsel, the lead plaintiff will file an amended complaint; and

WHEREAS it would promote efficiency and conserve judicial resources to defer Defendants' obligation to respond to the initial complaint until after the filing of an amended complaint;

IT IS THEREFORE STIPULATED AND AGREED that, subject to the Court's approval:

1. Defendants shall have no obligation to answer or otherwise respond to the initial complaint filed in this action.
2. The Court-appointed lead plaintiff shall file a consolidated amended complaint, and Defendants shall respond to such consolidated amended complaint, on a schedule to be entered by the Court following the appointment of lead plaintiff and lead counsel.

Dated: February 1, 2019

**POMERANTZ LLP**

/s/Patrick Dahlstrom (with authorization)


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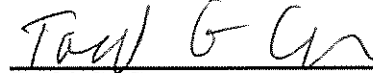


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*Attorneys for the Underwriter Defendants*

**IT IS SO ORDERED.**

Dated: \_\_\_\_\_

\_\_\_\_\_  
The Honorable Paul A. Engelmayer  
United States District Judge